

UNOFFICIAL

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

WEDNESDAY, NOVEMBER 16, 2005

4:00 p.m.

**in the Mary Brennan Board Room, T. F. Green Airport, Warwick,
Rhode Island**

The meeting of the Rhode Island Airport Corporation (“Corporation”) Board of Directors was called to order by Chairman, James Rosati, at 4:02 p.m., in the Mary Brennan Board Room, T. F. Green Airport, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

BOARD MEMBERS PRESENT: James Rosati; James Forte; Robert Sangster, Dr. Kathleen Hittner; Joseph Larisa.

BOARD MEMBERS ABSENT: Michael Traficante, Joseph Cianciolo

ALSO PRESENT: Mark P. Brewer, A.A.E., President and CEO; Laurie Cullen, A.A.E., Executive Vice President; Brian Schattle, Senior Vice President of Finance and Administration and CFO; Marci Greenberger, A.A.E., Senior Vice President of Operations and Maintenance; Peter Frazier, Chief Legal Counsel; Richard Licht,

Outside Legal Counsel; and those members listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

A motion was made by Mr. Forte to approve the minutes of the Board Meeting of October 24, 2005. The motion was seconded by Mr. Sangster. The motion was passed unanimously.

2. Open Forum:

Mr. Rosati invited members of the public to speak in Open Session. No one came forward.

3. Report from President and CEO:

Mr. Brewer reported that passenger numbers for the month of October showed a decline in passengers due to a reduction in the number of flights offered, however year to date the numbers are up 5.7%.

Mr. Brewer gave an update on the TSA screener reallocation and noted that Providence had received an allocation of 252 which was an increase over the original allocation of 227.

Mr. Brewer reported that Aeroserv, a tenant at North Central Airport

was holding a Holiday Open House immediately after the Board Meeting at North Central Airport and invited Board Members to attend.

4. Discussion Items/Old Business:

There were no discussion items or old business.

5. Operations and Capital Committee Report:

Mr. Forte reported that the Committee had not met this month but that there were two action items on the agenda for approval by the Board.

(a) Consideration of and Action Upon Long Term Ground Lease Agreement at Westerly Airport.

Mr. Brewer gave an overview of the agreement indicating that this is a 30-Year Ground Lease Agreement with the Town of Westerly for use of airport property as the site of a new town police station. The request is that the Board authorize the President and CEO, or his designee, to negotiate and execute a 30-year Ground Lease Agreement at fair market value with the Town of Westerly for airport property to be utilized as the site of a new police station, subject to appraisal and determination of fair market value of the property, FAA approval of a Release of Land Request and reclassification of the

property for non-aviation use, and subject to the review of Chief Legal Counsel.

A motion was made by Mr. Sangster and seconded by Mr. Forte to approve the following resolution:

WHEREAS, the State of Rhode Island was deeded a parcel of land (Plat 108, Lot 19) (“Parcel”) from the Town of Westerly on May 8, 1942 for use as the Westerly State Airport; and

WHEREAS, the town would now like to lease a 2.823 acre subdivision of the Parcel for use as the site of a new police station (“PD Site”); and

WHEREAS, the FAA has determined that the proposed police complex and radio antenna will not cause a hazard to air navigation; and

WHEREAS, RIAC has determined that the PD Site is not currently suited for development for aviation purposes; and

WHEREAS, RIAC has requested a “Release of Land” from the FAA requesting reclassification of the PD Site from aviation to non-aviation use; and

WHEREAS, upon authorization from the FAA, RIAC would like to

enter into a 30-year ground lease agreement at fair market value with the Town of Westerly.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby recommends that the President and CEO, or his designee, negotiate and enter into a 30-Year ground lease agreement with the Town of Westerly for a new police complex, subject to appraisal and determination of fair market value, FAA approval of the release of land, and review of Chief Legal Counsel.

The motion was passed unanimously.

(b) Consideration of and Action Upon Award of Contract for the Procurement of an Airport Snow Broom.

Ms. Greenberger gave an overview of the procurement. The request is that the Board authorize the President and CEO, or his designee, to award a contract to M-B Companies, Inc., for the acquisition of an airport snow broom.

A motion was made by Dr. Hittner and seconded by Mr. Larisa to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation is responsible for the maintenance and operation of airport facilities at the six Rhode

Island airports; and

WHEREAS, it has been determined that there is a need for an airport snow broom; and

WHEREAS, the Rhode Island Airport Corporation has a fiscal year budget which provides funding for this purchase through its Operating Capital budget; and

WHEREAS, in October 2005, the Corporation issued an Invitation for Bids (IFB) for an airport snow broom; and

WHEREAS, two submissions were received in response to the solicitation; and

WHEREAS, in compliance with RIAC Procurement Rules, the submissions were evaluated to determine both responsiveness and responsibility; and

WHEREAS, as a result of this evaluation, the recommendation is to award a contract to M-B Companies, of New Holstein, Wisconsin in the amount of \$321,926.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his

designee, to award the contract to M-B Companies Inc. of New Holstein, Wisconsin in the amount of \$321,926 for the acquisition of this airport snow broom.

The motion was passed unanimously.

6. General Aviation Report:

There was no report. The next meeting is scheduled for November 22, 2005 at 2:00 pm.

7. Finance and Audit Committee Report:

There was no report. The next meeting is scheduled for November 22, 2005 at noon.

8 Executive Session:

(a) Discussion Related to Investment of Public Funds (Intermodal, Contract Extension, and Quonset Airport Support Fund) – R.I.G.L. § 42-46-5(a)(7).

(b) Discussion Related to Potential and Pending Litigation (RIPDES and Parking) - R.I.G.L. § 42-46-5(a)(2).

In accordance with R.I.G.L. § 42-46-5(a)(3) a motion was made by Mr. Larisa and seconded by Mr. Forte to amend the agenda for executive

session to include the following discussion:

(c) Discussion Related to Safety and Security – R.I.G.L. § 42-46-5(a)(3).

The motion was passed unanimously.

At approximately 4:12 pm., a motion was made by Mr. Sangster and seconded by Mr. Larisa to go into Executive Session. By the following vote, the motion was passed unanimously.

YEAS: James Rosati

James Forte

Joseph Larisa

Robert Sangster

Dr. Kathleen Hittner

NAYS: None

At approximately 6:00 p.m., a motion was made by Mr. Forte to reconvene to the Open Session. The motion was seconded by Mr. Larisa. The motion was passed unanimously.

9. Future Meetings:

The next meeting will be held on Wednesday, December 21, 2005 at

**4:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000
Post Road, Warwick, Rhode Island.**

10. Adjournment:

**Mr. Sangster moved to adjourn at approximately 6:02 p.m. Mr. Larisa
seconded the motion. The motion was carried by acclamation.**

Respectfully submitted,

**James V. Rosati, Chairman
Rhode Island Airport Corporation**

**ATTENDANCE SHEET
RHODE ISLAND AIRPORT CORPORATION**

BOARD OF DIRECTORS MEETING

NOVEMBER 16, 2005

NAME	AFFILIATION
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Patti Goldstein	RIAC
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Doug Dansereau	RIAC
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Ahmed Shihadeh	RIAC
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Liberty Luciano	RIAC
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Steve Tibbetts	Landmark Aviation
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Sam Zurier	Tillinghast Licht
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Robert Goff	New England Parking
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Charles Donadio	RI Fast Ferry
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MINUTES OF THE EXECUTIVE SESSION

OF THE RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS MEETING ON NOVEMBER 16, 2005

1. At approximately 4:12 pm., a motion was made by Mr. Sangster and

seconded by Mr. Larisa to go into Executive Session. The motion was passed unanimously.

2. Mr. Frazier gave an update on the progress of negotiations on the intermodal agreement with the rental car agencies. Ms. Cullen gave an overview of negotiations related to technical issues connected to the design and construction of the project. The staff was asked to work on a detailed staffing plan for this project and other major projects currently underway.

3. Mr. Schattle discussed the proposed contract extension for the management and operation of the five general aviation airports. Discussion focused on the financial terms of the proposed contract. Mr. Frazier was asked to issue a legal opinion regarding the contract renewal.

4. Mr. Schattle gave an overview of negotiations related to the Airport Support Fund and boundary issues at Quonset.

5. Mr. Frazier gave an update on various potential litigation matters including sewer assessments, an employment claim, and avigation easements at one of the general aviation airports.

6. Mr. Licht and Mr. Zurier gave an update on the parking litigation and Mr. Frazier gave an update on the RIPDES litigation.

Mr. Forte left the meeting at 5:50 p.m.

7. Board Members and Corporation Personnel discussed staffing related to safety and security operations at T. F. Green Airport.

At approximately 6:00 p.m., a motion was made by Mr. Sangster to reconvene to the Open Session. The motion was seconded by Mr. Larisa. By the following vote, the motion was passed unanimously.

YEAS: James Rosati

Joseph Larisa

Robert Sangster

Dr. Kathleen Hittner

NAYS: None

Respectfully submitted,

James V. Rosati, Chairman

Rhode Island Airport